

BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE

IN RE:

March 9, 2005

**PETITION OF AFFINITY NETWORK, INC. TO AMEND ITS
CCN TO AUTHORIZE THE USE OF VOIP
COMMUNICATIONS AS AN ASSUMED CORPORATE
NAME IN TENNESSEE**

**DOCKET NO.
04-00392**

**ORDER GRANTING APPROVAL OF THE PETITION OF
AFFINITY NETWORK, INC. TO AMEND CCN**

This matter came before Director Deborah Taylor Tate, Director Sara Kyle and Director Ron Jones of the Tennessee Regulatory Authority (the "Authority" or "TRA"), the voting panel assigned to this docket, at a regularly scheduled Authority Conference held on January 10, 2005 upon the request of Affinity Network, Inc. ("ANI" or the "Company") to amend its Certificate of Public Convenience and Necessity ("CCN") to adopt an assumed corporate name and provide services as Affinity Networks Inc. d/b/a VOIP Communications

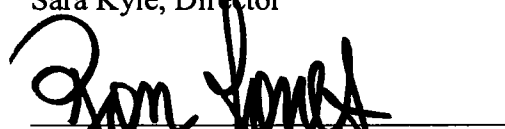
On September 1, 1998, the TRA issued an order in Docket No. 98-00453 granting ANI a CCN as a reseller of interexchange long distance services. On November 4, 2004, ANI filed a petition to amend its CCN to reflect the assumed corporate name of VOIP Communications.

Based upon careful consideration of the record of this matter, the panel found that the Company has met all the requirements for adopting an assumed corporate name and voted unanimously to amend its CCN accordingly.

IT IS SO ORDERED.


Deborah Taylor Tate, Director


Sara Kyle, Director


Ron Jones, Director